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WASHINGTON, D.C. 20005-2001

January 16, 1997

JOHN A. STALFORT  
410-385-3424

via FEDERAL EXPRESS

Surface Transportation Board  
12th and Constitution Avenue, N.W.  
Washington, D.C. 20423  
Attention: Mrs. Janice Fort  
Recordation

RECORDATION NO. 18212-G FILED 1425

JAN 17 1997 - 11:00 AM

JAN 17 10 55 AM '97

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

Re: Our File No.: ITG-Martin Marietta

Dear Mrs. Fort:

Enclosed for recordation as a secondary document pursuant to the provisions of 49 U.S.C. §11301(a) are one original and one notarized copy of the following document:

Rider No. 07 to Master Lease Agreement No. ITG-2370 effective December 20, 1996 between Martin Marietta Materials, Inc. (as assignee of Martin Marietta Technologies, Inc.) (2710 Wycliff Road, Raleigh, North Carolina 27607) and ITG, Inc. (106 N. Main, Victoria, Texas 77902) which relates to the Master Lease Agreement No. ITG-2370 dated March 26, 1993 by and between ITG, Inc. (106 N. Main, Victoria, Texas 77902) and Martin Marietta Technologies, Inc. (2710 Wycliff Road, Raleigh, North Carolina 27607) which was recorded with the Interstate Commerce Commission on April 27, 1993 at 3:15 p.m., under Recordation No. 18212.

Also enclosed is a check in the amount of \$22.00 to cover the costs of recording this document.

Once this document has been recorded, please return the same to the undersigned.

Thank you for your prompt attention to this matter. If you have any questions, please call me at (410) 385-3425.

Sincerely,

*Michele E. Sperato*

Michele E. Sperato  
Assistant to John A. Stalfort

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20423-0001

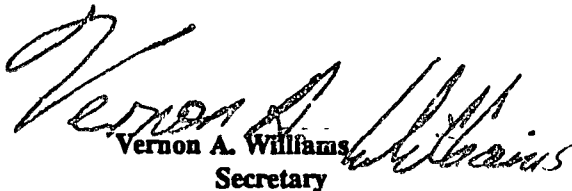
1/17/97

John A. Stalfort, Esq.  
Miles & Stockbridge  
10 Light Street  
Baltimore, Maryland 21202-1487

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of  
the Interstate Commerce Act, 49 U.S.C. 11303, on 1/17/97 at 11:00AM , and  
assigned recordation number(s). 18212-G.

Sincerely yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ 22.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

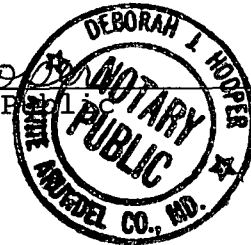


STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that the attached Rider No. 07 to Master Lease Agreement No. ITG-2370 is a true and complete copy of said Rider No. 07 to Master Lease Agreement No. ITG-2370.

WITNESS my hand and seal this 16<sup>th</sup> day of January, 1997.

Deborah J. Hood  
Notary Public



My Commission Expires: 7-27-98

RECORDED

18212-G  
JAN 17 1997 11 AM

RIDER NO. 07

To Master Lease Agreement No. ITG-2370

It is hereby agreed that effective December 20, 1996, this Rider shall become a part of Master Lease Agreement No. ITG-2370, between Martin Marietta Materials, Inc., (as the assignee of Martin Marietta Technologies, Inc.) and ITG, Inc., dated March 26, 1993, (the "Lease").

It is mutually agreed that the quantity of cars referenced in Riders 01, 02, and 03 be reduced from sixty (60) to thirty (30) units.

Martin Marietta Materials, Inc. acknowledges the early return of cars ITGX 9600 thru 9629 (30 cars) and agrees to retain cars ITGX 9630 thru 9659 (30 cars) in service in accordance with the Lease and the applicable Riders being Nos. 01, 02, and 03.

Effective December 20, 1996, Martin Marietta Materials, Inc. is relieved from liabilities and rentals on cars ITGX 9600 thru 9629 (30 units).

Except as provided above, the Lease remains in full force and effect with respect to cars ITGX 9630 thru 9659.

(Corporate Seal)

I T G, INC.

ATTEST:

By: Conni Perkins  
Its: Secretary

By: Richard J. Segal  
Its: President

Witnessed

Martin Marietta Materials, Inc.

By: George E. Holt II  
Its: Director - Financial Planning & Acquisitions

By: George E. Holt II  
Its: Manager - Transportation Services